

Monthly Return of Equity Issuer on Movements in Securities

For the month ended (dd/mm/yyyy): 31/05/2014

To : Hong Kong Exchanges and Clearing Limited

Name of Issuer	881	Zhongsheng Group Holdings Limited
Date Submitted	4 June 2014	

I. Movements in Authorised Share Capital

1. Ordinary Shares				
(1) Stock code : <u>881</u> Descr	iption :	Ordinary	Shares	
	No. of ordinary shares	Par value (HK\$)	Authorised share capital (HKD)	
Balance at close of preceding month	1,000,000,000,000	0.0001	100,000,000	
Increase/(decrease)	NIL		NIL	
Balance at close of the month	1,000,000,000,000	0.0001	100,000,000	
(2) Stock code : <u>N/A</u> Descr	iption :	ption : N/A		
	No. of ordinary shares	Par value (HK\$)	Authorised share capital (HKD)	
Balance at close of preceding month	N/A	N/A	N/A	
Increase/(decrease)	N/A		N/A	
Balance at close of the month	N/A	N/A	N/A	

2. Preference Shares

Stock code : <u>N/A</u> Des	scription :	N/A			
	No. of preference shares	Par value (HK\$)	Authorised share capital (HKD)		
Balance at close of preceding month	N/A	N/A	N/A		
Increase/(decrease)	<u>N/A</u>		N/A		
Balance at close of the month	N/A	N/A	N/A		

3. Other Classes of Shares

Stock code : <u>N/A</u> Descr	iption :	N/A	<u> </u>
	No. of other classes of shares	Par value (HK\$)	Authorised share capital (HKD)
Balance at close of preceding month	N/A	N/A	N/A
Increase/(decrease)	<u>N/A</u>		N/A
Balance at close of the month	N/A	N/A	N/A

Total authorised share capital at the end of the month (*HKD*) : 100,000,000

N/A

N/A

N/A

II. Movements in Issued Share Capital

	No. of ordinary shares		No of preference	No. of other classe		
	(1)	(2)	shares	of shares		
Balance at close of preceding month						
	2,147,041,457	N/A	N/A	N/A		
Increase/ (decrease)						
during the month	NIL	N/A	N/A	N/A		
Balance at close of the						
month	2,147,041,457	N/A	N/A	N/A		

III. Details of Movements in Issued Share Capital

Total funds raised during the month from exercise of

options (State currency)

Share Options (under Share Option Schemes of the Issuer) Particulars of share No. of new shares of No. of new shares of option scheme issuer issued during issuer which may be including EGM issued pursuant thereto the month pursuant approval date thereto as at close of the month Movement during the month (dd/mm/yyyy) and class of shares issuable Granted Exercised Cancelled Lapsed 1. (/ /) N/A N/A N/A N/A shares N/A (Note 1) 2. (/ /) N/A N/A N/A shares N/A N/A (Note 1) 3. / /) (N/A shares N/A N/A N/A N/A (*Note* 1) Total A. (Ordinary shares) NIL (Preference shares) N/A (Other class) N/A

N/A

Warrants to Issue Shares of the Issuer which are to be Listed

Description of warrants Date of expiry - dd/mm/yyyy) 1.	Currency of nominal value	Nominal value at close of preceding month	Exercised during the month	Nominal value at close of the month	No. of new shares of issuer issued during the month pursuant thereto	No. of new shares of issuer which may be issued pursuant thereto as at close of the month
1						
(/ /) Stock code (if listed) Class of shares issuable (Note 1) Subscription price EGM approval date (if applicable) (dd/mm/yyyy) 2.	N/A	<u>N/A</u>	N/A	<u>N/A</u>	N/A	N/A
	N/A	N/A	N/A	N/A	N/A	N/A
(/ /) Stock code (if listed) Class of shares issuable (Note 1) Subscription price EGM approval date (if applicable) (dd/mm/yyyy) 3.	(/ /	/)				
	N/A	N/A	N/A	N/A	N/A	N/A
(/ /) Stock code (if listed) Class of shares issuable (Note 1) Subscription price EGM approval date (if applicable) (dd/mm/yyyy) 4.	(/)	/)				
	N/A	N/A	N/A	N/A	N/A	N/A
(/ /) Stock code (if listed) Class of shares issuable (<i>Note 1</i>) Subscription price EGM approval date (if applicable) (dd/mm/yyyy)	(/ /	/)		11/12		11/A
		Total	(Prefere	nary shares) ence shares) Other class)	N/A N/A N/A	

Convertibles (i.e. Convertible into Shares of the Issuer which are to be Listed) No. of new No. of new shares of shares of issuer issued issuer which may be issued during the month pursuant thereto as at pursuant Currency of Amount at close Converted Amount at thereto close of the amount of preceding during the close of the month Class and description outstanding month month month 1. N/A N/A N/A N/A N/A N/A Stock code (if listed) Class of shares issuable (Note 1) Subscription price EGM approval date (if applicable) (dd/mm/yyyy)) /) 2. N/A N/A N/A N/A N/A N/A Stock code (if listed) Class of shares issuable (Note 1) Subscription price EGM approval date (if applicable) (dd/mm/yyyy) (/ /) 3. N/A N/A N/A N/A N/A N/A Stock code (if listed) Class of shares issuable (Note 1) Subscription price EGM approval date (if applicable) (dd/mm/yyyy) (/ /) 4. N/A N/A N/A N/A N/A N/A Stock code (if listed) Class of shares issuable (Note 1) Subscription price EGM approval date (if applicable) (dd/mm/yyyy) (/ /) Total C. (Ordinary shares) N/A (Preference shares) N/A (Other class) N/A

For Main Board and GEM listed issuers

For Main Board and GEM listed issuers

Any other Agreements or Arrangements to Issue Shares of the Issuer which are to be Listed, including Options (other than under Share Option Schemes)

Full particulars including EGM approval date (dd/mm/yyyy), if applicable, and class of shares issuable:	No. of new shares of issuer issued during the month pursuant thereto	No. of new shares of issuer which may be issued pursuant thereto as at close of the month
1	-	
	-	
	-	
shares (Note 1)	N/A	N/A
2.		
2		
	-	
	N/A	N/A
shares (Note 1)	11/71	
3	-	
(/ /)	-	
shares (Note 1)	N/A	N/A
Total D. (Ordinary shares)		
Total D. (Ordinary shares) (Preference shares)	N/A N/A	
(Other class)	N/A N/A	

Other 2	Moveme	nts in Iss	ued Sha	re Capita	ıl	

	er Movements	III Issued S	mare Capital				No. of new shares of issuer issued during the month pursuant thereto	No. of new shares of issuer which may be issued pursuant thereto as at close of the month
	51			Class of shares issuable				
			State	(Note 1)	(/ /)		
1.	Rights issue	At price :	State currency —	 Issue and allotment date : (dd/mm/yyyy)	(/ /)		
				EGM approval date: (dd/mm/yyyy)	(/ /)	N/A	N/A
				Class of shares issuable (<i>Note 1</i>)				
2.	Open offer	At price :	State	 Issue and allotment date : (dd/mm/yyyy)	(/ /)		
				EGM approval date: (dd/mm/yyyy)	(/ /)	N/A	N/A
				Class of shares issuable (Note 1)				
3.	Placing	At price :	State	 Issue and allotment date : (dd/mm/yyyy)	(/ /)		
				EGM approval date: (dd/mm/yyyy)	(/ /)		
							N/A	N/A
				Class of shares issuable (<i>Note 1</i>)				
4.	Bonus issue			Issue and allotment date : (dd/mm/yyyy)	(/ /)		
				EGM approval date: (dd/mm/yyyy)	(/ /)	N/A	N/A
				(33,1111,33,33)			<u>N/A</u>	<u>N/A</u>

		F	For M	ain l	Boar	d and GEM list	ted issuers
	Type of Issue					No. of new shares of issuer issued during the month pursuant thereto	No. of new shares of
		Class of shares issuable					
5.	Scrip dividend At price : State	(<i>Note 1</i>) Issue and allotment	(/	/)		
5.	Scrip dividend At price : currency —	date : (dd/mm/yyyy)					
		EGM approval date: (dd/mm/yyyy)	(/	/)		
						N/A	<u>N/A</u>
		Class of shares repurchased (<i>Note 1</i>)					
6.	Repurchase of shares	Cancellation date : (dd/mm/yyyy)	(/	/)		
		EGM approval date: (dd/mm/yyyy)	(/	/)		
		(44) 1111 33333				N/A	N/A
		Class of shares redeemed (<i>Note 1</i>)					
7.	Redemption of shares	Redemption date : (dd/mm/yyyy)	(/	/)		
		EGM approval date: (dd/mm/yyyy)	(/	/)		
						N/A	<u>N/A</u>
		Class of shares issuable (<i>Note 1</i>)					
8.	Consideration issue At price : State currency	Issue and allotment date : (dd/mm/yyyy)	(/	/)		
		EGM approval date: (dd/mm/yyyy)	(/	/)	N/A	N/A
						N/A	

			For Main F	Board and GEM l	
				No. of new shares of	shares of
				issuer issue during the	
				month	issued
				pursuant	pursuant
				thereto	thereto as at close of the
	Type of Issue				month
			Class of shares issuable(<i>Note 1</i>)		
9.	Capital reorganisation		Issue and allotment (/ / date : (dd/mm/yyyy))	
			EGM approval date: (/ / (dd/mm/yyyy))	
				N/A	N/A
			Class of shares issuable(<i>Note 1</i>)		
10.	Other (Please specify)	At price : State currency	Issue and allotment (/ / date : (dd/mm/yyyy))	
			EGM approval date: (/ /)	
			(dd/mm/yyyy)	N/A	N/A
			Total E. (Ordinary sl	hares) N/A	
			(Preference sl	hares) N/A	
			(Other		

Total increase / (decrease) in ordinary shares during the month (i.e. Total of A to E):	(1)				
Total motouse, (decrease, in ordinary shares during the motion (i.e. Total of 11 to 1).	(1)	N/A			
	(2)	N/A			
Total increase / (decrease) in preference shares during the month (i.e. Total of A to E):		N/A			
Total increase / (decrease) in other classes of shares during the month (i.e. Total of A to E):		N/A			
(These figures should be the same as the relevant figures under II above ("Movements in Issued Share Capital").)					

Remarks	(if	any):
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Submitted by:	Kam Mei Ha Wendy	_	
	Joint Company Secretary ecretary or other duly authorised officer)	_	

Notes :

- 1. State the class of shares (e.g. ordinary, preference or other).
- 2. If there is insufficient space, please append the prescribed continuation sheet.